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SURFACE TRANSPORTATION BOARD

David A. Shelton
General Attorney



Norfolk Southern Corporation
Law Department
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Norfolk, Virginia 23510-9241

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September 2, 2009
EQ000003

VIA UPS

Ms. Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024

Dear Ms. Quinlan:

Enclosed please find for recordation pursuant to Section 11301 of Title 49 of the U.S. Code one properly executed and acknowledged original and one certified copy of each of Document #1 and Document #3 and two (2) counterparts, properly executed and acknowledged, of Document #2.

These documents are: (1) a Release of Lien of Chattel Mortgage and Security Agreement, a secondary document, dated as of July 31, 2009 ("Document #1"); (2) a Release of Lessor Security Agreement, a secondary document, dated as of July 31, 2009 ("Document #2"); and (3) a Termination of Lease Agreement, a secondary document, dated as of July 31, 2009 ("Document #3"). The primary documents to which these secondary documents are connected are recorded under Recordation Nos. 20002, 20003 and 20004, respectively.

The names and addresses of the parties to each of the secondary documents are as follows:

Document #1:

Mortgagee: Deutsche Bank AG, London Branch (as assignee of The Asahi Bank, Ltd., the name used in the original filing)
Winchester House
1 Great Winchester Street
London EC2N 2DB

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Document #2:

Mortgagee: Norfolk Southern Railway Company
Three Commercial Place
Norfolk, Virginia 23510

Document #3:

Lessor: SL Robin Ltd.
c/o Showa Leasing Co., Ltd.
1-7-12 Shinonome
Koto-ku, Tokyo, Japan

Lessee: Norfolk Southern Railway Company
Three Commercial Place
Norfolk, Virginia 23510

The equipment originally covered by the documents is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Road Numbers (inclusive)</u>
37	General Electric Dash 9-40CW Locomotives	C-C	8972 - 9008

A check in the amount of \$123.00 is enclosed to cover the recordation fee of \$41.00 for each of the documents pursuant to 49 CFR § 1002.2(f)(83). Please return any counterparts/copies not needed by the Board for recordation to me at the above address.

Short summaries of each of the documents to appear in the index follow:

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Document #1:

Release of Lien of Chattel Mortgage and Security Agreement dated as of July 31, 2009, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 20002 dated as of April 1, 1996, covering 37 General Electric Dash 9-40CW diesel-electric locomotives numbered 8972-9008, inclusive.

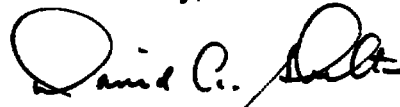
Document #2:

Release of Lessor Security Agreement dated as of July 31, 2009, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 20003 dated as of April 1, 1996, covering 37 General Electric Dash 9-40CW diesel-electric locomotives numbered 8972-9008, inclusive.

Document #3:

Termination of Lease Agreement dated as of July 31, 2009, to terminate the Lease Agreement with Recordation No. 20004 dated as of April 1, 1996, covering 37 General Electric Dash 9-40CW diesel-electric locomotives numbered 8972-9008, inclusive.

Sincerely,

A handwritten signature in black ink, appearing to read "David A. Shelton", with a large, stylized initial "D" and a long, sweeping horizontal stroke extending to the right.

David A. Shelton

Enclosures

Release of Lessor Security Agreement

KNOW ALL MEN BY THESE PRESENTS, that Norfolk Southern Railway Company (the "Railroad"), as mortgagee under that certain Chattel Mortgage and Security Agreement dated as of April 1, 1996, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), by SL Robin Ltd. ("Mortgagor") in favor of the Railroad, hereby certifies that the Agreement has been terminated pursuant to Section 1.4 thereof, to wit: the Railroad has exercised its right to purchase the Items of Equipment (as defined in the Agreement) pursuant to Section 19 of the Lease (as defined in the Agreement), and Mortgagor has delivered to the Railroad a bill of sale with respect to the Items of Equipment.

WHEREFORE, the Railroad, pursuant to Section 1.4 of the Agreement, hereby declares the Agreement to be satisfied and cancelled and consents that the same be discharged of record.

RECORDATION NO. 20003-A FILED

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SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF, the Railroad has caused its name to be signed hereto by one of its corporate officers this 31st day of July, 2009.

NORFOLK SOUTHERN
RAILWAY COMPANY

By: 

Name: Marta R. Stewart

Title: Vice President and Treasurer

COMMONWEALTH OF VIRGINIA)
)
CITY OF NORFOLK)

On this 31st day of July, 2009, before me, a Notary Public, personally appeared Marta B. Stewart, to me personally known, who, being by me duly sworn, says he is Vice President and Treasurer of Norfolk Southern Railway Company, that the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Diane Hogan
Notary Public

My commission expires: June 30, 2013

